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7 Attorneys for Defendants Aetna Life Insurance
Company, Aetna Inc., Coventry Health Care, Inc.,
8 First Health Life & Health Insurance Company,
Mark T. Bertolini, Karen S. Lynch, Natassia Kelly,
9 Billie Jo Glabicki, and Chelsea Jeffers

10 **UNITED STATES DISTRICT COURT**
11 **CENTRAL DISTRICT OF CALIFORNIA**

12 STEPHEN YAGMAN,

13 Plaintiff,

14 v.

15 NATASSIA KELLY, BILLA JOE
GOLDICKY, CHELSEA JEFFERS,
16 MARK T. BERTOLINI, KAREN S.
LYNCH (ROHAN), ALLEN WISE,
17 FIRST HEALTH LIFE & HEALTH
INSURANCE COMPANY, AETNA,
18 INC., AETNA LIFE INSURANCE
COMPANY, COVENTRY HEALTH
19 CARE, INC., and TEN
DEFENDANTS, 1-10,

20 Defendants.

21 Case No. 2:17-cv-6022 MWF (PJWx)

22 **DECLARATION OF EDWARD LEE IN
SUPPORT OF MOTION TO DISMISS
FIRST AMENDED COMPLAINT**

23 [Motion to Dismiss and [Proposed] Order
filed concurrently herewith]

DECLARATION OF EDWARD LEE

I, Edward Lee, declare as follows:

1. I am employed by Aetna Inc. as Executive Director and Senior Counsel. Unless otherwise stated, the following facts are within my personal knowledge and, if called and sworn as a witness, I could and would testify competently thereto.

2. As part of my duties and responsibilities as Executive Director, Senior Counsel, I am familiar with the corporate structure of both Aetna Inc. and Aetna Life Insurance Company (“ALIC”), as well as the corporate status of Coventry Health Care, Inc.

3. Aetna Inc. is a Pennsylvania corporation with its principal offices in Connecticut. Aetna Inc. is a holding company. It is not a health maintenance organization or an insurance company, and it does not insure or provide any administrative services to any health benefit plans. Specifically, it does not insure or provide any administrative services to the First Health Part D Value Plus (PDP) plan.

4. Aetna Inc. does not conduct any business in the State of California, and it does not maintain any employees or offices in California. It is not qualified, licensed, or authorized to do business in California. It does not conduct any sales or service activities in California or target any marketing or advertising toward California.

5. ALIC is a Connecticut corporation with its principle place of business in Hartford, Connecticut. ALIC is a subsidiary of Aetna Inc., but the two companies are independent and strictly observe all corporate formalities necessary to maintain separate legal existences, including by maintaining separate books and records. Like Aetna Inc., ALIC does not insure or provide any administrative services to the First Health Part D Value Plus (PDP) plan.

6. First Health Life & Health Insurance Company (“First Health”) is a Texas corporation with its principal offices in Illinois. First Health is a subsidiary of Aetna Inc., but the two companies are independent and strictly observe all corporate formalities necessary to maintain separate legal existences, including by maintaining

separate books and records. Neither Aetna Inc., nor ALIC control the day-to-day affairs of First Health, and neither company has a principal-agent relationship with First Health.

7. Coventry Healthcare, Inc. was a Delaware corporation that ceased its existence in 2013, when it merged with Aetna Health Holdings, LLC. As it no longer is in corporate existence, Coventry Healthcare, Inc. does not insure or provide any administrative services to the First Health Part D Value Plus (PDP) plan.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed on this 21st day of November, 2017, in Hartford, Connecticut.

Edward Lee